

Exhibit A

Proposed Order

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et*
al.,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

**This filing relates to the
Commonwealth and HTA.**

ORDER GRANTING TWO HUNDRED NINETY-FOURTH OMNIBUS OBJECTION (NON-SUBSTANTIVE) OF THE COMMONWEALTH OF PUERTO RICO AND THE PUERTO RICO HIGHWAYS AND TRANSPORTATION AUTHORITY TO DUPLICATE AND SECONDARILY INSURED BOND CLAIMS

Upon the *Two Hundred Ninety-Fourth Omnibus Objection (Non-Substantive) of the Commonwealth of Puerto Rico and the Puerto Rico Highways and Transportation Authority to Duplicate and Secondarily Insured Bond Claims* [ECF No. 15717] (the “Two Hundred Ninety-Fourth Omnibus Objection”),² filed by the Commonwealth of Puerto Rico (“Commonwealth”) and

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the “Commonwealth”) (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”, and together with the Commonwealth, COFINA, HTA, ERS, and PREPA, the “Debtors”) (Bankruptcy Case No. 19-BK-5532-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² Capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Two Hundred Ninety-Fourth Omnibus Objection.

Puerto Rico Highways and Transportation Authority (“HTA”), dated January 22, 2021, for entry of an order disallowing in their entirety certain claims filed against the Commonwealth or HTA, as more fully set forth in the Two Hundred Ninety-Fourth Omnibus Objection and supporting exhibits thereto; and the Court having jurisdiction to consider the Two Hundred Ninety-Fourth Omnibus Objection and to grant the relief requested therein pursuant to PROMESA section 306(a); and venue being proper pursuant to PROMESA section 307(a); and due and proper notice of the Two Hundred Ninety-Fourth Omnibus Objection having been provided to those parties identified therein, and no other or further notice being required; and each of the claims identified in the column titled “Claims to be Disallowed” in Exhibit A to the Two Hundred Ninety-Fourth Omnibus Objection (collectively, the “Claims to Be Disallowed”) being duplicative of one or more Master Proofs of Claim; and the Court having determined that the relief sought in the Two Hundred Ninety-Fourth Omnibus Objection is in the best interests of the Commonwealth, ERS, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Two Hundred Ninety-Fourth Omnibus Objection establish just cause for the relief granted herein; and the Court having deemed a hearing is not necessary as no objection, responsive pleading, or request for a hearing with respect to the Two Hundred Ninety-Fourth Omnibus Objection has been submitted, and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Two Hundred Ninety-Fourth Omnibus Objection is GRANTED as set forth herein; and it is further

ORDERED that the Claims to Be Disallowed are hereby disallowed in their entirety; and it is further

ORDERED that Prime Clerk, LLC, is authorized and directed to designate the Claims to Be Disallowed as expunged in the official claims registry in the Title III Cases; and it is further

ORDERED that this Order resolves Docket Entry No. 15717 in Case No. 17-3283; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

SO ORDERED.

Dated: _____

Honorable Judge Laura Taylor Swain
United States District Judge

EXHIBIT A

Schedule of Claims Subject to the Two Hundred Ninety-Fourth Omnibus Objection

Two Hundred and Ninety-Fourth Omnibus Objection
Exhibit A - Bondholder No Liability

	NAME	DATE FILED	CASE NUMBER	DEBTOR	CLAIM #	ASSERTED CLAIM AMOUNT
1	CENTRO DE ESTUDIOS AVANZADOS DE PUERTO RICO Y EL CARIBE PO BOX 9023970 SAN JUAN, PR 00902-3970	5/10/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	13717	\$ 76,800.81
Reason: Claimant purports to assert, in part, liability associated with bond(s) issued by ERS, which is duplicative of the master proof of claim filed by the trustee of these bond(s) in the Commonwealth case. Claimant also asserts, in part, secondarily insured notes whose original CUSIP numbers are associated with one or more bonds issued by HTA that are duplicative of one or more Master Proofs of Claim which were filed in the Commonwealth Title III Case by the fiscal agent or trustee of these bond(s).						
2	NEWTYN PARTNERS, LP NOAH LEVY 405 PARK AVENUE SUITE 1104 NEW YORK, NY 10022	5/14/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	11157	\$ 35,171,200.00
Reason: Claimant asserts, in part, defeased notes whose original CUSIP numbers are associated with bond(s) issued by the Puerto Rico Public Buildings Authority, which is duplicative of the master proof of claim filed by the trustee of these bond(s) in the Commonwealth case. Claimant also purports to assert, in part, liability associated with bond(s) issued by the Puerto Rico Public Buildings Authority which are duplicative of the master proof(s) of claim filed by the trustee of these bond(s) in the Commonwealth case.						
3	NEWTYN TE PARTNERS, LP NOAH LEVY 405 PARK AVENUE SUITE 1104 NEW YORK, NY 10022	5/14/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	13557	\$ 19,688,400.00
Reason: Claimant asserts, in part, defeased notes whose original CUSIP numbers are associated with bond(s) issued by the Puerto Rico Public Buildings Authority, which is duplicative of the master proof of claim filed by the trustee of these bond(s) in the Commonwealth case. Claimant also purports to assert, in part, liability associated with bond(s) issued by the Puerto Rico Public Buildings Authority which are duplicative of the master proof(s) of claim filed by the trustee of these bond(s) in the Commonwealth case.						
4	WHITEFORT CAPITAL MASTER FUND, LP C/O JOSEPH KAPLAN 780 THIRD AVENUE, 26TH FLOOR NEW YORK, NY 10017	7/5/2018	17 BK 03283-LTS	Commonwealth of Puerto Rico	146002	\$ 10,886,253.00*
Reason: Claimant asserts, in part, defeased notes whose original CUSIP numbers are associated with bond(s) issued by the Puerto Rico Public Buildings Authority, which is duplicative of the master proof of claim filed by the trustee of these bond(s) in the Commonwealth case. Claimant also purports to assert, in part, liability associated with bond(s) issued by the Puerto Rico Public Buildings Authority which are duplicative of the master proof(s) of claim filed by the trustee of these bond(s) in the Commonwealth case.						
5	WINDERWEEDLE, WILLIAM H 2512 WINGED DOVE DR LEAGUE CITY, TX 77573	4/21/2018	17 BK 03567-LTS	Puerto Rico Highways and Transportation Authority	6666	\$ 35,000.00
Reason: Claimant asserts, in part, liability associated with one or more bonds issued by HTA that are duplicative of one or more Master Proofs of Claim which were filed in the HTA Title III Case by the fiscal agent or trustee of these bond(s). Claimant also asserts, in part, secondarily insured notes whose original CUSIP numbers are associated with one or more bonds issued by HTA that are duplicative of one or more Master Proofs of Claim which were filed in the HTA Title III Case by the fiscal agent or trustee of these bond(s).						
TOTAL						\$ 65,857,653.81*